UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In man	Chapter 11
In re:	Case No. 19-23649 (RDD)
PURDUE PHARMA L.P., et al., 1	(Jointly Administered)
Debtors	
	Objection deadline: February 15, 2022 at 12:00 pm (ET

COVER SHEET OF TWENTY-FOURTH MONTHLY FEE STATEMENT OF JEFFERIES LLC FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS INVESTMENT BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM OCTOBER 1, 2021 THROUGH OCTOBER 31, 2021

Name of Applicant:	Jefferies LLC
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	November 21, 2019 nunc pro tunc to October 4, 2019
Period for Which Compensation and Reimbursement Are Requested:	October 1, 2021 through October 31, 2021
Amount of Compensation Requested:	\$112,500.002
Amount of Compensation Requested Immediately:	\$90,000.00 (80% of \$112,500.00)
Amount of Compensation Held Back:	\$22,500.00 (20% of \$112,500.00)
Amount of Expense Reimbursement Requested:	\$3,235.50
This is a(n): monthly <u>x</u> interim <u> </u> final ap	pplication

The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Pursuant to the terms of the Retention Order, Jefferies' Court-approved Monthly Fee is \$225,000.00. However, in light of the particular circumstances of these cases during the month of October, the amount requested reflects a voluntary reduction of 50%. In accordance with the terms of Jefferies' Engagement Letter, 50% of the amount actually paid to Jefferies will be credited against the Transaction Fee. Capitalized terms used in this footnote have the meanings given to them in the Retention Application (as defined below).

### TWENTY-FOURTH MONTHLY FEE STATEMENT OF JEFFERIES LLC

## HOURS BY CATEGORY AND PROFESSIONAL October 1, 2021 through October 31, 2021

## Jefferies LLC Summary of Hours by Category

Category Code#		Hours
1	Case Administration / General	9.0
2	Sale Process	-
3	Creditor Communication	13.0
4	Debtor Communication	-
5	DIP Financing	-
6	Testimony Preparation	-
7	Plan of Reorganization	39.0
8	Travel	-
9	Due Diligence	11.5
10	Business Plan	-
11	Case Strategy	<u>-</u> _
		72.5

## Jefferies LLC Summary of Hours by Professional

Name	Position	Hours
Leon Szlezinger	Co-Head/Managing Director, Debt Advisory & Restructuring	22.0
Robert White	Managing Director, Debt Advisory & Restructuring	-
Jaspinder Kanwal	Senior Vice President, Debt Advisory & Restructuring	19.0
Kamil Abdullah	Analyst, Debt Advisory & Restructuring	25.0
Kevin Sheridan	Co-Head/Managing Director, Global Healthcare Investment Banking	5.5
James Wiltshire	Vice President, Global Healthcare Investment Banking	-
William Maselli	Vice President, Global Healthcare Investment Banking	-
Connor Hattersley	Associate, Global Healthcare Investment Banking	1.0
		72.5

## TWENTY-FOURTH MONTHLY FEE STATEMENT OF JEFFERIES LLC

## EXPENSES BY CATEGORY October 1, 2021 through October 30, 2021

Category	October 2021
Meals	\$ -
Transportation	-
Travel	-
Presentation Services	-
Printing Services	-
Legal	3,235.50
General	-
Total Expenses	\$3,235.50

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## UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
PURDUE PHARMA L.P., et al., 1	Case No. 19-23649 (RDD)
Debtors.	(Jointly Administered)

TWENTY-FOURTH MONTHLY FEE STATEMENT OF JEFFERIES LLC FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS INVESTMENT BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM OCTOBER 1, 2021 THROUGH OCTOBER 31, 2021

Jefferies LLC ("<u>Jefferies</u>"),<sup>2</sup> the investment banker for the official committee of unsecured creditors (the "<u>Committee</u>") in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "<u>Debtors</u>"), submits this monthly fee statement (this "<u>Fee Statement</u>") requesting (a) interim allowance of compensation for professional services rendered on behalf of the Committee during the period from October 1, 2021 through October 31, 2021 (the "<u>Compensation Period</u>") in the amount of \$112,500.00;<sup>3</sup> (b) payment in the amount of \$90,000.00,

The Debtors in these cases, a long with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdemal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P (0495), SVC Pharma L.P (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

<sup>&</sup>lt;sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings given to such terms in the Retention Application (as defined below).

Pursuant to the terms of the Retention Order (as defined below), Jefferies' Court-approved Monthly Fee is \$225,000.00. However, under the particular circumstances of these cases during the month of October, the amount requested herein reflects a voluntary reduction of 50% of the Monthly Fee. Jefferies also anticipates voluntarily reducing its Monthly Fee by 50% for the months of November and December. Thereafter, Jefferies will address its Monthly Fees depending upon the circumstances of these cases. Pursuant to the terms of Jefferies' Engagement Letter, if a Transaction is consummated, Jefferies has a greed to credit 50% of the

which is equal to 80% of Jefferies' unpaid fees earned during the Compensation Period; and (c) reimbursement of 100% of the actual and necessary expenses incurred by Jefferies during the Compensation Period in connection with its services to the Committee in the amount of \$3,235.50. In support of this Fee Statement, Jefferies respectfully represents as follows:

#### **Jurisdiction and Venue**

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of this matter is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

#### **Background**

- 2. On September 15, 2019 (the "<u>Petition Date</u>"), each of the Debtors filed a voluntary petition with this Court for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").
- 3. On September 26, 2019, the United States Trustee for the Southern District of New York (the "<u>U.S. Trustee</u>") appointed a Committee pursuant to section 1102 of the Bankruptcy Code [Docket No. 131]. Shortly after its appointment, the Committee selected Jefferies as its investment banker.
- 4. On November 5, 2019, the Committee filed an application to employ and retain Jefferies as its investment banker under sections 328(a) and 1103 (a) of the Bankruptcy Code, *nunc pro tunc* to October 4, 2019, pursuant to the terms and subject to the conditions of the engagement letter (the "Engagement Letter") between Jefferies and the Committee dated as of October 4, 2019

Monthly Fees paid to Jefferies in excess of twelve Monthly Fees against the Transaction Fee due to Jefferies. Thus, if the allowed discounted October Monthly Fee is \$112,500.00, any applicable crediting of the October 2021 Monthly Fee will be \$56,250.00 (50% of the \$112,500.00).

[Docket No. 425] (the "<u>Retention Application</u>"). A copy of the Engagement Letter was annexed to the Retention Application as Exhibit B.

- 5. On November 21, 2019, the Court entered the order granting the Retention Application [Docket No. 526] (the "Retention Order"). Subject to application to the Court, the Retention Order, among other things, authorized the Debtors to pay, reimburse and indemnify Jefferies in accordance with the terms and conditions of, and at the times specified in, the Engagement Letter as modified by the Retention Order.
- 6. On November 21, 2019, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the "Interim Compensation Order"), which generally sets forth the procedures for interim compensation and expense reimbursement for all retained professionals in these cases. The Interim Compensation Order provides that each professional shall, on before the last day of each calendar month following the month for which compensation is sought or as soon thereafter as reasonably practicable, file and serve a statement requesting allowance and payment of compensation for services rendered and reimbursement of expenses incurred during the preceding month (each a "Monthly Fee Statement"). Parties have 14 days following the filing of a Monthly Fee Statement to object to such Monthly Fee Statement (the "Objection Deadline"). At the expiration of the Objection Deadline, the Debtors are required to promptly pay 80% of the fees and 100% of the expenses requested in the applicable Monthly Fee Statement to which no objection has been served.

#### **Relief Requested**

7. By this Fee Statement, Jefferies requests (a) interim allowance of compensation for professional services rendered on behalf of the Committee during the Compensation Period in the

amount of \$112,500.00, representing the Monthly Fee for the period from October 1, 2021 through October 31, 2021; (b) payment in the amount of \$90,000.00, which is equal to 80% of Jefferies' unpaid fees earned during the Compensation Period; and (c) interim allowance and reimbursement of 100% of the actual and necessary expenses incurred by Jefferies during the Compensation Period in connection with its services to the Committee in the amount of \$3,235.50.

- 8. All services for which compensation is requested by Jefferies were performed during the Compensation Period on behalf of the Committee. Although Jefferies, in line with market convention, does not bill by the hour, Jefferies kept track of its post-petition time in half-hour increments in accordance with the Retention Order. Such time records are attached hereto as Exhibit A.
- 9. The fees charged by Jefferies have been billed in accordance with the Engagement Letter and the Retention Order and are comparable to those fees charged by Jefferies for professional services rendered in connection with similar chapter 11 cases and non-bankruptcy matters. Jefferies submits that such fees are reasonable based upon the customary compensation charged by similarly skilled practitioners in comparable bankruptcy cases and non-bankruptcy matters in the competitive national investment banking market.

### **Actual and Necessary Expenses**

10. Jefferies also incurred certain necessary expenses during the Compensation Period for which it is entitled to reimbursement under the Retention Order. As set forth in greater detail in the summary attached hereto as <u>Exhibit B</u>, Jefferies' total expenses incurred during the Compensation Period are \$3,235.50, including outside counsel fees as permitted under the Retention Order.

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WHEREFORE, Jefferies respectfully requests (a) interim allowance of compensation for

professional services rendered on behalf of the Committee during the Compensation Period in the

amount of \$112,500.00, representing the Monthly Fee for the period from October 1, 2021 through

October 31, 2021; (b) payment in the amount of \$90,000.00, which is equal to 80% Jefferies'

unpaid fees earned during the Compensation Period; and (c) interim allowance and reimbursement

of 100% of the actual and necessary expenses incurred by Jefferies during the Compensation

Period in connection with its services to the Committee in the amount of \$3,235.50.

Dated: February 1, 2022

New York, New York

Respectfully submitted,

/s/ Leon Szlezinger

Leon Szlezinger

Managing Director and Joint Global Head of

Debt Advisory & Restructuring

JEFFERIES LLC

## Exhibit A

**Time Records of Jefferies Professionals** 

Date	Banker	Comments	Hours Ca
		bber 31, 2021 Hours for Case Administration / General	9.0
0/05/21	Kamil Abdullah	Preparation of fee application	1.0
0/08/21	Kamil Abdullah	Preparation of fee application	1.0
)/11/21	Jaspinder Kanwal	Review monthly fee application	0.5
)/12/21	Leon Szlezinger	Review monthly fee application	0.5
)/12/21	Kamil Abdullah	Preparation of fee application	0.5
/14/21	Leon Szlezinger	Internal discussions re case coverage	1.0
/14/21	Kevin Sheridan	Internal discussions re case coverage	1.0
/14/21	Jaspinder Kanwal	Internal discussions re case coverage	1.0
/28/21	Kamil Abdullah	Preparation of fee application	1.0
/31/21	Leon Szlezinger	Review monthly fee application	0.5
/31/21	Jaspinder Kanwal	Review of fee application	0.5
/31/21	Kamil Abdullah	Update fee application	0.5
	October 1, 2021 - Oct	ober 31, 2021 Hours for Creditor Communication	13.0
/11/21	Leon Szlezinger	Attend UCC Update Call	1.0
/11/21	Jaspinder Kanwal	Attend UCC Update Call	1.0
/11/21	Kamil Abdullah	Attend UCC Update Call	1.0
11/21	Kevin Sheridan	Attend UCC Update Call	1.0
/18/21	Leon Szlezinger	Attend UCC Update Call	1.0
/18/21	Jaspinder Kanwal	Attend UCC Update Call	1.0
/18/21	Kamil Abdullah	Attend UCC Update Call	1.0
18/21	Kevin Sheridan	Attend UCC Update Call	1.0
21/21	Leon Szlezinger	Attend UCC Update Call	1.0
/21/21	Jaspinder Kanwal	Attend UCC Update Call	1.0
/21/21	Kamil Abdullah	Attend UCC Update Call	1.0
/21/21	Kevin Sheridan	Attend UCC Update Call	1.0
/21/21	Connor Hattersley	Attend UCC Update Call	1.0
		ober 31, 2021 Hours for Plan of Reorganization	39.0
/01/21	Kamil Abdullah	Review of appeal related filings/summaries	1.0
/01/21	Kevin Sheridan	Review of appeal related filings/summaries	0.5
04/21	Jaspinder Kanwal	Review of appeal related filings/summaries	1.5
04/21	Kamil Abdullah		1.0
		Review of appeal related fillings/summaries	2.0
05/21	Leon Szlezinger	Review of appeal related filings/summaries	
/07/21	Kamil Abdullah	Review of appeal information	0.5
/08/21	Leon Szlezinger	Review of appeal information	0.5
/08/21	Jaspinder Kanwal	Review of appeal information	0.5
/11/21	Kamil Abdullah	Review of appeal information	1.0
/12/21	Leon Szlezinger	Review of appeal information	1.0
/12/21	Leon Szlezinger	Telephonic attendance at court hearing	1.5
/12/21	Jaspinder Kanwal	Attend Court Hearing	2.0
/12/21	Kamil Abdullah	Attend court hearing	2.0
/13/21	Kamil Abdullah	Review of appeal related filings/summaries	1.0
/13/21	Leon Szlezinger	Review of appeal related filings/summaries	2.0
/13/21	Kamil Abdullah	Review of Judge McMahon Memorandum	1.0
/14/21	Leon Szlezinger	Telephonic attendance at court hearing	2.0
/14/21	Jaspinder Kanwal	Attend court hearing	2.0
/14/21	Kamil Abdullah	Attend court hearing	2.0
/14/21	Leon Szlezinger	Review of UCC appeal filing	1.5
/14/21	Leon Szlezinger	Review of Ad Hoc filing	0.5
14/21	Jaspinder Kanwal	Review of UCC summary/filling	1.5
14/21	Jaspinder Kanwal	Review of ad hoc committee filing	1.0
15/21	Leon Szlezinger	Review of Judge McMahon Memorandum	1.0
16/21	Kamil Abdullah	Review of UST filing	1.5
17/21	Kamil Abdullah	Review of Oppostion to UST Motion	0.5
18/21	Jaspinder Kanwal	Review of memorandum	1.5
18/21	Jaspinder Kanwal	Review of Court filings	1.0
18/21	Kamil Abdullah	Review of Court fillings	0.5
20/21	Leon Szlezinger	Review of Court filings	1.5
20/21	Leon Szlezinger	Review of various memos related to appeals process	2.0
_0/2		ober 31, 2021 Hours for Due Diligence	11.5
01/21	Kamil Abdullah	Review PPLP data room uploads	1.5
	Jaspinder Kanwal	•	1.0
08/21		Review various data room uploads	
08/21	Kamil Abdullah	Review PPLP data room uploads	1.5
13/21	Kamil Abdullah	Analyze Purdue financial update presentation	1.0
/14/21	Jaspinder Kanwal	Review Purdue financial update presentation	1.0
/15/21	Leon Szlezinger	Review Purdue financial update presentation	1.5
/18/21	Kevin Sheridan	Review Purdue financial update presentation	1.0
/24/21	Jaspinder Kanwal	Review of Responses	1.0
/24/21	Kamil Abdullah	Review of Responses	1.0
29/21	Kamil Abdullah	Review data room uploads	1.0
		ober 31, 2021 Total Hours	72.5

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Exhibit B

**Expenses** 

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Professional	Amount (\$)	Expense Date	Expense Category	Description
Baker Botts	\$3,235.50	10/31/21	Legal	Legal invoice from counsel

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## BAKER BOTTS LLP

TAX ID 74-1195457

Austin Brussels Dallas Dubai Hong Kong Houston London Moscow New York Palo Alto Riyadh San Francisco Washington

Jefferies LLC

520 Madison Avenue Attn: Leon Szlezinger New York, NY 10022 Invoice Number: 40003864

Invoice Date: November 4, 2021

Attorney: R L Spigel

Total fees for services and expenses for the matter shown below through October 31, 2021

### 082383.0108

Purdue Retention

<u>Date</u>	<u>Name</u>	<b>Hours</b>	<b>Description</b>
10/05/21	R M Fontenla	2.1	Emails with J. Herz regarding sixth interim fee application (0.2); draft same (1.9).
10/11/21	K Chiu	0.1	Email correspondence with K. Abdullah (Jefferies) regarding July fee statement.
10/12/21	K Chiu	0.4	Email correspondence to K. Abdullah (Jefferies) regarding draft of August 2021 monthly fee application; email correspondence to K. Abdullah regarding comments to July 2021 monthly fee application.
10/12/21	K Chiu	0.1	Email correspondence with E. Lisovicz (Akin Gump) regarding July 2021 monthly fee application (0.1).
10/12/21	K Chiu	0.4	Revise draft of August 2021 monthly fee statement.
10/15/21	K Chiu	0.1	Email correspondence with E. Lisovicz (Akin Gump) regarding July 2021 monthly fee application.
10/15/21	K Chiu	0.1	Email correspondence with K. Abdullah (Jefferies) regarding July 2021 monthly fee application.
10/18/21	K Chiu	0.1	Email correspondence with K. Abdullah (Jefferies) regarding filing of July 2021 monthly fee application.
10/18/21	K Chiu	0.3	Finalize file-ready copy of July 2021 monthly fee statement (0.2); email correspondence with E. Lisovicz (Akin Gump) regarding same (0.1).

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**BAKER BOTTS LLP** 

Invoice No: Invoice Date: Matter: 40003864

November 4, 2021 082383.0108

Jefferies LLC Purdue Retention

<b><u>Date</u></b> 10/19/21	<u>Name</u> K Chiu	<u>Hours</u> 0.2	<u>Description</u> Email correspondence with K. Abdullah regarding filed copy of July fee statement and updates on timing for next fee statement filing.
10/20/21	K Chiu	0.2	Email correspondence with E. Lisovicz (Akin Gump) and R. Spigel regarding fee and expense detail for July fee statement.
10/28/21	K Chiu	0.2	Email correspondence with K. Abdullah (Jefferies) regarding updates on timing for filing applications (0.2).
10/29/21	K Chiu	0.9	Revise draft sixth interim fee application (0.8); email correspondence with R. Spigel regarding same (0.1).
10/29/21	R L Spigel	0.1	Review 6th interim fee application; email with K. Chiu re same
Matter Hours		5.3	
<b>Matter Fees</b>	\$	3,235.50	

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## **BAKER BOTTS LLP**

Jefferies LLC Purdue Retention Invoice No: Invoice Date:

Matter:

40003864

November 4, 2021

082383.0108

### 2021 Lawyer Summary

<u>Timekeeper</u>	<b>HOURS</b>	<b>RATE</b>	<b>AMOUNT</b>
K Chiu	3.1	740.00	2,294.00
R L Spigel	0.1	1,225.00	122.50
	3.2		\$2,416.50

### 2021 Non-Lawyer Summary

<u>Timekeeper</u> R M Fontenla	<u>HOURS</u> 2.1	<b>RATE</b> 390.00	<u>AMOUNT</u> 819.00
	2.1		\$819.00
Matter Totals	5.3		\$3,235.50

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## BAKER BOTTS LLP

TAX ID 74-1195457

Austin Brussels Dallas Dubai Hong Kong Houston London Moscow New York Palo Alto Riyadh San Francisco Washington

Jefferies LLC Due Upon Receipt

520 Madison Avenue

Attn: Leon Szlezinger New York, NY, 10022 Invoice Number: 40003864

Invoice Date: November 4, 2021 Matter Number: 082383.0108

#### REMITTANCE STATEMENT

Matter Number: 082383.0108
Client: Jefferies LLC
Matter: Purdue Retention
Invoice Number: 40003864

Pilling Atterney: P. L. Spigel

**Billing Attorney:** R L Spigel **Office:** New York

**Total Fees** \$3,235.50

Total Expenses \$0.00

Total Invoice Amount \$3,235.50

TO ENSURE PROPER APPLICATION OF YOUR PAYMENT PLEASE RETURN THIS REMITTANCE ADVICE OR EMAIL TO ARHOUSTON@BAKERBOTTS.COM

Please Remit to: Wiring Instructions

Baker Botts L.L.P. Bank: JP Morgan Chase Bank Address: 712 Main Street, Houston, TX 77002 ABA Number: 021 000 021

Swift Code: CHASUS33 Primary Account: 001 0000 2006 (Reference Invoice Number) **ACH Information:** Baker Botts L.L.P.

Bank: JP Morgan Chase Bank

Address: 712 Main Street, Houston, TX 77002 Routing Number: 111 000 614 Primary Account: 001 0000 2006 (Reference Invoice Number) To Pay by Check, send to: Baker Botts L.L.P. P.O. Box 301251 Dallas, TX 75303-1251 (Reference Invoice Number)